ARTICLES OF INCORPORATION - NOT FOR PROFIT

Accepted and registered in the Office of
the Secretary of the State of California,
May 21, 1951 Corporation Number 254263

KNOW ALL MEN BY THESE PRESENTS:

That we, the undersigned, Clarence L. Alling, Harriet P. Foster, and Ruth S. Alling, all being persons of legal age, have voluntarily associated ourselves together for the purpose of forming a non-profit corporation under the laws of the State of California.

And we do hereby certify:

FIRST: That the name of the corporation shall be BORDERLAND SCIENCES RESEARCH FOUNDATION.

SECOND: The primary business in which this corporation is intended to initially engage is to solicit and register memberships, and to to solicit and collect contributions for carrying out the purposes of this corporation.

THIRD: The purposes for which it is to be formed are as follows:

(a) To conduct and carry on scientific, philosophical and metaphysical research for public information.

(b) To examine phenomena, and to set up projects for testing hypotheses and procedures submitted by and with the help of the research associates.

(c) To collect and evaluate and record the results of such tests, and to make available its findings to all interested persons.

(d) To purchase, or otherwise acquire, deal in, hold, own, manage, sell, pledge, transfer, or otherwise dispose of personal or real property, goods and merchandise, necessary for carrying on the purposes and aims of the corporation, and to exercise all the powers incident, necessary or convenient therein, in and about the conducting and management of the business of the corporation.

(e) To print, copyright, own and deal in, sell and distribute its own publications and productions, and to receive and collect gifts, contributions and endowments from any person, firm, associate or corporation, for furthering the purposes of the corporation.

(f) To grant funds and give assistance to other persons, or groups of persons pursuing research projects in harmony with the purposes of this corporation.

(g) To do all and everything necessary, suitable and proper for the accomplishment of any of the purposes or the attainment of any of the objects or the furtherance of any of the powers hereinbefore set forth, either alone or in associatinn with other persons, firms, associations, or corporations, or groups of individuals, and to do every other act or acts, thing or things incidental or appurtenant to or growing out of or connected with the aforesaid business or powers or any part thereof, provided the same be not inconsistent with the laws under which this corporation is organized.

FOURTH: This corporation is organized pursuant to the General Non-Profit Corporation Laws, pursuant to part 1 of the Division 2 of Title I of the Corporation Code of the State of California.

FIFTH: That the principal office for the transaction of the business of the corporation is to be located at 3541½ Sixth Ave., City of San Diego, County of San Diego, State of California.

SIXTH: The duration of this corporation shall be perpetual.

SEVENTH: The management of this corporation shall be vested in a Board of Directors of not less than three nor more than twelve members, the qualifications and terms of office of which are to be fixed in the by-laws of the corporation; that the names and addresses of the persons who are to act as the first set of directors are as follows:

Harriet P. Foster, 3541½ Sixth Ave., City of San Diego
Clarence A. Alling, PO Box 313, Encinitas, California
Ruth S. Alling, PO Box 313, Encinitas, California

Signed the 11th Day of May, 1951 before Notary Public Marjorie D. Cadman in the City of San Diego.

Bylaws of:

BORDERLAND SCIENCES RESEARCH FOUNDATION

ARTICLE I

The name of this Corporation shall be: Borderland Sciences Research Foundation.

ARTICLE II

This Foundation is organized to engage in scientific, philosophical and metaphysical research for public information and education.

ARTICLE III

BOARD OF DIRECTORS

Section 1. Board of Directors: The Board of Directors shall consist of not less than three nor more than twelve Borderland Sciences Research Associates. The officers of the Foundation, upon selection or hiring by the Director or the Board, shall automatically become members of the Board of Directors.

Section 2. Meetings: The Board of Directors shall be present, if at all possible, at the annual meeting, and at such other times as may be determined by said Board. Meetings may be called by the Director, or by a majority of the Board. If a special meeting is called, all Board members shall be notified in advance.

Section 3. Quorum: Except as otherwise provided in these bylaws, a majority of the directors shall constitute a quorum for the transaction of business. In the absence of a quorum, the presiding officer or a majority of the Board of Directors present may adjourn the meeting from time to time, without further notice, until a quorum be called.

Section 4. Vacancies: Should a vacancy occur in the Board of Directors, the Director shall appoint a successor from among those Associates who have shown outstanding initiative in furthering the purposes of BSRA. Should the Director of the Foundation be absent or incapacitated, the remaining Directors may by majority vote appoint a successor to fill the vacancy.

Section 5. Removals: The members of the Board may be a two-thirds vote of those present at any meeting, regular or special, called for the purpose, remove any member for good cause. Members of the Foundation may initiate removal action of the Director or other officers or members of the Board by a two-thirds vote of the general membership.

Section 6. Powers of the Board of Directors: Except as otherwise provided in the bylaws, all of the corporate powers of the Foundation shall be vested in the Board of Directors. In furtherance thereof, and in addition to all the powers in them vested or implied by any

of the provisions of these bylaws or by the Corporate charter, the Board shall have power to:

a. Employ, control, and remove with cause, any agents and/or employees of the Foundation, and to allow such compensation for their services as the Board shall deem proper.

b. Consistently within these bylaws, to prescribe the duties and compensation of any officers, agents or employees.

c. To appoint or authorize the appointment of such standing and other committees as these bylaws may authorize, and as the Board shall determine for carrying on the activities of this Foundation or for the conduct of its business or affairs, and to define their jurisdiction, duties and powers, provided that all committees shall be subject at all times to the control of the Board and be subject to change at the pleasure of the Board.

d. To make and enforce rules not inconsistent with these bylaws, regulating from time to time the affairs and conduct of this corporation and the conduct of its members in connection with this Foundation, and of other persons admitted to any of the privileges of this Foundation or within its precincts; and to give effect to such rules of committees as shall meet with the approval of the Board; all as in the judgment of the Board as shall be advisable from time to time.

e. To determine and govern all matters affecting research, finances, discipline, decorum and harmony.

f. To acdept trusts, gifts, monies and benevolences in behalf of the Foundation.

g. To make and authorize expenditures, and the purchase of supplies or personal property for this corporation or for the use or accommodation of its members, agents or employees.

h. To arrange for the dissolution of the Foundation should it become necessary, by sale or other disposal of its assets, and pro-rata distribution of monies and/or property among the members of the Foundation.

i. To call special meetings of the members tocconsider specified subjects.

ARTICLE IV

Section 1. Principle Officers: The principle officers of the Foundation shall be a President -- usually known as Director -- Vice-President, and Secretary-Treasurer. The Director can select officers from among the members of the Board of Directors or from the general membership of Borderland Sciences Research Associates. They shall serve for one year and are eligible for a second or more terms at the discretion of the Director.

Section 2. Other Officers: There may be such other officers and agents of the corporation, such as Regional Directors, with powers not inconsistent with these bylaws, such as the Director or Board of Directors may deem appropriate and appoint, all of whom shall serve at the pleasure of the Director and the Board.

Section 3. The Director: The Director shall be the general officer of the Foundation, and shall have general supervision over its business and affairs. He shall be editor and publisher of its Round Robin Journal of Borderland Research. It is his responsibility to give recognition, encouragement and understanding to the members in their research work, through correspondence and through personal counseling. He shall maintain a reference library of BSRA publications and documents, of books, magazines and news clippings appropriate to the purposes of the Foundation. These shall be purchased as needed and as donated by the Associates, and shall be maintained in reasonable order at Headquarters. The Director shall see to the proper observance and enforcement of all bylaws, rules and regulations of the Foundation, and preside at all meetings of the members and of the Board of Directors. He shall call such meetings of the members and of the Board of Directors as are herein provided for, and such other meetings as shall be required. At the annual meeting of the Board he shall render a report upon the general affairs of the corporation during the previous year. He shall see to it that a summary of his annual report is presented to the members in the Journal. He shall sign all contracts and other instruments in writing to bind the Foundation, which shall first have been approved and authorized by the Board of Directors. He shall be ex-officio a member of all committees.

Section 4. The Vice-President: During the absence or incapacity of the Director, the Vice-President, or in his absence or incapacity, the Secretary-Treasurer, shall have all powers and duties of the Director. The Vice-President may be elected or appointed chairman of standing committees.

Section 5. The Secretary-Treasurer: The combined officesof Secretary-Treasurer may be filled by two separate officers when and as the growth of the corporation warrants it. He shall take minutes of all meetings of the Foundation and the Board of Directors, be custodian of all records and maintain a roll of all member Associates. He shall, along with the Director, conduct necessary correspondence of the Foundation and shall give notices of all meetings. He shall, as provided by these bylaws, issue certificates of membership in the Foundation. The Secretary-Treasurer shall have the custody of and be responsible for all moneys, notes, securities and evidence of property; shall keep or cause to be kept full and accurate records and accounts on an accrual basis, in books belonging to the corporation, showing its financial condition; shall deposit and disburse all moneys in accordance with instructions from the Director or Board of Directors; shall open accounts with such firms, corporations, banks or companies as the Director or Board of Directors shall consider advisable; and shall sign all checks, drafts, documents, contracts and other instruments in writing, all as authorized by the Director or Board of Directors. At the annual meeting of the Foundation he shall submit and file an annual report showing

the financial condition of the corporation and he shall, from time to time, make such other reports as are incidental to his office and as may be required by the Director or the Board. He shall perform such other duties as are customarily incident to his office or as may be assigned to him by the Director or Board of Directors.

ARTICLE V
Memberships

Section 1. Qualifications: Any natural person, sixteen years old or older, of either sex, may be a member of the corporation. Membership in the Foundation shall not be abridged because of race, previous nationality, color or creed. Interest in any of the borderland sciences is enough to qualify a person for membership. Borderland sciences include: Hypnosis, Astrology, Radiesthesia, Radionics, ESP or Telepathy, Parapsychology, Dowsing, Telekinesis, Psychic Research, the five kinds of Mediumship, the Occult Scieness and such others as may develop from time to time. This interest may be passive, or it may be active in that the member or Associate may actually be carrying on research in a specific field or fields and may submit data and/or reports to Headquarters.

Section 2. Acceptance: A person may be accepted as a member of the Foundation upon application, provided the application is accompanied by the annual membership fee of $5.00, payable in advance. For this the member or Associate is entitled to receive the Round Robin Journal for one year, and such other special publications as the Director may choose to release. Other BSRA publications will be offered to the membership at a nominal fee to cover cost of manufacture and distribution. Group or club memberships in the Foundation will be accepted on payment of the annual fee of $5.00, provided that the membership-subscription is made in the name of one individual. The Director is authorized to exchange publications with other borderland groups which share the general objectives of the Foundation.

Section 3. Termination: Membership in the Foundation shall be terminated when an individual or group refuses to pay the annual membership dues. If, in the judgment of the Director and/or the Board of Directors, an individual or group engages in actions willfully detrimental to the objects and purposes of the Foundation, membership may be terminated by refunding the unused portion of the annual fee.

ARTICLE VI
Meetings

Section 1. Annual Meeting: The annual meeting of the Board of Directors shall be held in the month of January, at which meeting or regularly adjourned session thereof, nominations for all offices shall be held, and any other business transacted, except as otherwise expressly provided herein. The Director shall be responsible for setting the time and place of the meeting. If it is physically impossible for all members of the Board to be present, the Director shall submit

a copy of the minutes of the annual meeting to each absent member of the Board for his information and approval. A summary of the minutes of the annual meeting and of the yearly financial report shall be prepared by the Secretary-Treasurer for presentation to the Associates in the next issue of the Round Robin Journal after the annual meeting. It is the Director's responsibility to give due consideration to suggestions by the membership as to the conduct of the affairs of the Foundation, and to incorporate them in the program with the approval of the majority of the Board of Directors.

Section 2. Special Meetings: Special meetings or conventions of the members may be held at any time upon call of the Director or upon call of any three Directors or upon written request of a majority of the membership, provided that five days written notice shall be given to each member, stating briefly the business proposed to be transacted. The Director is expected to make himself available to members for personal consultation during normal working hours at his home or Headquarters, and while on lecture tours around the country.

ARTICLE VII

Amendments

These bylaws may be amended or added to at any regular business meeting or at a special meeting of the Foundation called for that purpose, by a majority of the members of the Board of Directors present. Any member of the Board unable to attend the meeting may submit his vote by proxy to the Secretary-Treasurer, prior to the convening of the meeting.

AMENDMENTS TO BYLAWS, BORDERLAND SCIENCES RESEARCH FOUNDATION

Special Board Meeting, Nov. 15, 1959. Present: Riley Crabb, Director; Harriet Foster, Vice-President; Mrs. Judith Crabb, Secretary-Treasurer.

The name of the Foundation shall be changed from: Borderland Sciences Research Foundation, to: Borderland Sciences Research Associates Foundation, Incorporated, and shall be so indicated on the next annual report to the Associates and to the Secretary of the State of California.

The Foundation shall continue to pay rent for office space, in the home of the Director, 1103 Bobolink Drive, Vista, California. The Director's residence shall serve as Headquarters for the Foundation until such time as increased income and an expanded research program shall require separate quarters. Rent shall continue at the same rate as paid by the former Director, Meade Layne, $50 a month at the San Diego office. If income is not actually sufficient to pay the rent it shall be carried on the books as Rent Accounts Payable.

The salary of the Director is $400 a month, from the date of his assumption of office, June 1, 1959. If the revenues of the Foundation do not warrant full payment of the salary each month, the Director shall draw sufficient income to pay his living expenses, the difference to be carried on the books as Unpaid Salary, Accounts Payable.